

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

919 PROSPECT AVE, LLC,

Case No. 16-13569-scc

Debtor.

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A Special meeting of the Board of Directors of the above Debtor was held on December 22, 2016, at Cartagena, Colombia.

The sole member of the Board of Directors being present, either physically or telephonically, the meeting was called to order by the Managing Member. The Managing Member advised all of the officers present, and requested that 919 Prospect Ave., LLC ("Debtor") file a Petition pursuant to Chapter 11 of the United States Bankruptcy Code. Upon motion duly made, seconded and unanimously carried it was

RESOLVED that the Debtor be and it hereby is authorized to execute and file a Petition for relief under Chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York; and it is further

RESOLVED that Debtor, be and is authorized to retain the law firm of Rosen, Kantrow & Dillon, PLLC, to represent it as its attorneys in connection with such proceedings; and it is further

RESOLVED that Seth Miller, as Managing Member of the Debtor, be and hereby is authorized to execute and file on behalf of the Debtor, a Petition for relief under Chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York; and it is further

RESOLVED that the firm of Rosen, Kantrow & Dillon, PLLC, be and hereby is retained to act on behalf of the Debtor in connection with such proceeding.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.

Dated: December 22, 2016

S/Seth Miller
Seth Miller